

**STATE ATTORNEYS GENERAL**  
**A Communication From the Chief Legal Officers**  
**Of the Following States and Territories:**

**Alabama \* Arkansas \* Georgia**  
**Kentucky \* Michigan \* North Dakota \* South Dakota**  
**Utah \* West Virginia \* Wyoming**

**September 21, 2011**

The Honorable Sharis A. Pozen  
Acting Assistant Attorney General  
Antitrust Division  
U.S. Department of Justice  
950 Pennsylvania Avenue, NW  
Washington, DC 20530

The Honorable Julius Genachowski  
Chairman  
Federal Communications Commission  
445 12<sup>th</sup> Street, SW  
Washington, DC 20554

**Re: FCC Proceeding 11-65 and U.S. v. AT&T, et al. (Case 1:11-cv-01560)**

Dear Acting Assistant Attorney General Pozen, Chairman Genachowski and FCC Commissioners:

The undersigned Attorneys General wrote to you on July 27, 2011 in support of the merger between AT&T and T-Mobile. We continue to believe that this transaction is in the best interest of consumers and of economic growth in our states and in the country at large. In that letter, we urged expeditious review and approval with appropriate, carefully-crafted conditions as necessary to protect competition without sacrificing the important and significant public benefits this combination will generate.

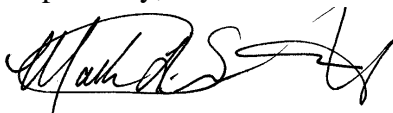
Since our July 27 letter, the Justice Department filed litigation to challenge the merger. While we certainly hoped that litigation could be avoided and that discussions between the parties could continue, we nonetheless applaud DOJ's public statement that the door is open to discussions about settlement, and we understand that AT&T remains committed to finding a mutually acceptable resolution of the issues. It is not unusual for mergers like this to be allowed to proceed with divestitures which preserve competition and provide consumer benefits.

Within the last two weeks, AT&T announced that in connection with the merger it would bring 5,000 jobs back to the U.S. and it committed to no job losses for wireless call center workers at AT&T and T-Mobile on the payroll at the closing of the merger. We again urge both DOJ and the FCC to focus on ways to resolve specific competitive concerns so this merger can proceed and deliver the significant benefits not only for wireless consumers, but also for investment and jobs that will support economic growth. We hope this matter can be settled with appropriate conditions that are necessary and in the public interest, so that the substantial public benefits of the merger are not lost.

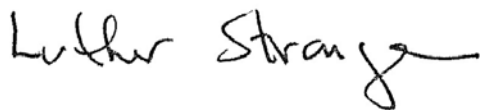


Dustin McDaniel  
Attorney General of Arkansas

Respectfully,



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Attorney General of Utah



Luther Strange  
Attorney General of Alabama



Sam Olens  
Attorney General of Georgia



Jack Conway  
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